

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:	:	Chapter 7
	:	
Tropical Aquaculture Products, Inc.,	:	Case No. 22-10596 (CTG)
	:	
Debtor.	:	Hearing Date: To be Heard with TFR
	:	Objection Deadline: TBD

**FIRST AND FINAL APPLICATION OF GIULIANO MILLER
AND COMPANY, LLC FOR ALLOWANCE OF COMPENSATION AND
REIMBURSEMENT OF EXPENSES AS TAX ACCOUNTANTS TO THE TRUSTEE
FOR THE PERIOD AUGUST 22, 2024 THROUGH DECEMBER 19, 2024**

Name of Applicant:	<u>Giuliano Miller and Company, LLC.</u>
Authorized to Provide Professional Services to:	<u>David W. Carickhoff, Chapter 7 Trustee</u>
Date of Retention:	<u>October 2, 2024, Effective</u> <u>August 22, 2024</u>
Period for which compensation and reimbursement is sought:	<u>August 22, 2024 through December 19,</u> <u>2024</u>
Amount of Compensation sought as actual, reasonable and necessary for the Period:	<u>\$ 16,321.00</u>
Amount of Expense Reimbursement sought as actual, reasonable and necessary for the Period:	<u>\$ 61.16</u>

This is a: ___ interim ___X_ Final application

Fees for application preparation total \$780.00, or 4.7% of total fees.

Prior Fee Applications: None.

ATTACHMENT B – LOCAL FORM 102/RULE 2016-2
COMPENSATION BY PROFESSIONAL FOR THE PERIOD
AUGUST 22, 2024 THROUGH DECEMBER 19, 2024

Name of Professional	Position of Applicant/ Certifications	BS/BA Degree	Total Hours Billed	Hourly Rate (\$)	Amount (\$)
Alfred T. Giuliano	Member CPA, CIRA, CFE, CDBV	1978	2.4	825	1,980.00
Donna M. Miller	Manager CPA, CIRA, MBA, CDBV	1980	2.5	650	1,625.00
Michael G. Infanti	Senior Staff CPA, CFE, CIRA, CDBV	2003	19.8 2.2	595 425	11,781.00 935.00
TOTAL:		-	26.9	-	\$16,321.00

**ATTACHMENT B – LOCAL FORM 102/RULE 2016-2
COMPENSATION BY PROJECT CATEGORY FOR THE PERIOD
AUGUST 22, 2024 THROUGH DECEMBER 19, 2024**

PROJECT CATEGORY	TOTAL HOURS	GROSS FEES (\$)
1. 951 - Case Background & Administration – Review of petition, docket, and other case background information.	1.5	1,062.50
2. 955 - Fee Applications – Prepare firm's employment and fee applications and Applications to employ.	1.2	780.00
3. 962 - Tax Preparation and Services – Review and respond to various tax notices (including income, payroll, sales and use), preparing and filing returns when necessary.	24.2	14,478.50
Total:	26.9	\$16,321.00

ATTACHMENT B - LOCAL FORM 102/RULE 2016-2
EXPENSE SUMMARY FOR THE PERIOD
AUGUST 22, 2024 THROUGH DECEMBER 19, 2024

EXPENSE CATEGORY	SERVICE PROVIDER/ DESCRIPTION	TOTAL EXPENSES (\$)
In-house Copying	475 copies @ \$.10 each	47.50
Postage		13.66
Grand Total:		\$61.16

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Pursuant to Sections 330 and 331 of Title 11 of the United States Code (the "Bankruptcy Code"), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), and Del. Bankr. LR 2016 - 2, Giuliano Miller and Company, LLC ("GMCO") files this Application for an Order Granting First and Final Compensation and Reimbursement of Expenses (the "Application") for services rendered as tax accountants for David W. Carickhoff, the Chapter 7 Trustee (the "Trustee") for the period August 22, 2024 through December 19, 2024 (the "Application Period"), in support thereof states:

Jurisdiction

This Court has jurisdiction to hear this matter pursuant to 28 U.S.C. §§ 157 and 1334. The statutory bases for the relief sought herein are 11 U.S.C. §§ 328, 330 and 331, Bankruptcy Rule 2016.

Background

1. On April 18, 2022, (the "Petition Date"), the Debtor and its affiliated debtor each filed a voluntary petition for relief under Chapter 7 of the Bankruptcy Code in the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court").

2. On July 2, 2022, the Trustee was appointed as chapter 7 Trustee pursuant to 701(a) of the Bankruptcy Code.

3. On September 12, 2024, the Trustee filed with the Court an Application for Order Authorizing the Employment of and Retention of Giuliano Miller and Company, LLC (“GMCO”), to serve as Tax Accountants for the Trustee. On October 2, 2024, this Court signed an Order approving employment of GMCO as Tax Accountants (the “Retention Order”), effective as of August 22, 2024 (Docket No. 49). The Retention Order authorizes GMCO to be compensated on an hourly basis and to be reimbursed for actual and necessary out-of-pocket expenses it incurred.

4. At all relevant times, GMCO has been a disinterested person as that term is defined in Section 101(14) of the Bankruptcy Code and has not represented nor held any interest adverse to this estate.

5. Except as noted above, no payments have heretofore been made or promised to GMCO for services rendered or to be rendered in any capacity whatsoever in connection with this case. There is no agreement or understanding between GMCO and any other person other than among the members of GMCO for the sharing of compensation to be received for services rendered in this case.

6. The employees of GMCO who have rendered professional services in this case during the Application Period are included in **Attachment B** of this application, which form is included directly behind the cover sheet of this Motion. In conformance with the employment application, the terms of GMCO's employment are as follows: GMCO charges accounting fees on an hourly basis at its normal and customary hourly rates, which are set in accordance with each accountant's position, seniority and expertise. For each professional, years of professional

experience, hourly rate and total hours of service rendered are detailed in **Attachment B** of this application.

7. During the period covered by this application, GMCO provided tax accounting services to the Trustee in connection with the estate of the Debtor. The services performed by GMCO on behalf of the Trustee include, without limitation, the following:

- a. Prepared year-end income tax trial balances roll forwarding the activity from December 31, 2021 through November 30, 2024.
- b. Prepared the U.S. Form 1120 U.S. Corporation Income Tax Return for the years 2022, 2023, and the short year ended November 30, 2024.
- c. Prepared the Vermont state income tax returns for the years 2022 and 2024.
- d. Separately reviewed all income tax returns that were prepared.
- e. Prepared the related 505(b) letters.

8. The nature of the work performed by these persons is fully detailed in the billing entries kept by each accountant and paraprofessional. The detailed billing entries are attached hereto and made a part hereof as Exhibit "A". In accordance with Local Rule 2016-2, a summary and breakdown by project category of the services performed is set forth in **Attachment B** located directly behind the coversheet of this application. The fees for travel time, if any, have been reduced by one-half in accordance with Local Rule 2016-2, and this adjustment, if any, is reflected in the net fees on **Attachment B** (*no travel time incurred*).

9. Applicant charged its normal hourly rates for work of this type. The reasonable value of the services rendered by GMCO to the Trustee is \$16,321.00.

10. In accordance with Local Rule 2016-2, a summary of actual and necessary expenses incurred by GMCO for the Application Period is also set forth in **Attachment B**. GMCO adjusted the copying costs to comport with the Court's allowance of \$.10 per page.

11. In accordance with Local Rule 2016-2, GMCO certifies that this application complies with the Local Rules. See Affidavit of Donna M. Miller attached hereto as **Exhibit B**.

Relief Requested

12. GMCO seeks an allowance and payment of \$16,321.00 in fees and reimbursement of \$61.16 in actual expenses for the Application Period.

13. Pursuant to Section 330 of the Bankruptcy Code, it is respectfully submitted that the amount requested by GMCO for its accounting fees and costs is fair and reasonable given (a) the complexity of the case; (b) the time expended; (c) the nature and extent of the services rendered; (d) the value of such services; and (e) the costs of comparable services other than in a case under this title. See 11 U.S.C. § 330. Furthermore, the request for reimbursement of expenses is for actual disbursements made by GMCO.

WHEREFORE, GMCO respectfully requests that the Court enter the Order submitted herewith granting GMCO, for the Application Period an allowance of \$16,321.00 as compensation for actual and necessary accounting services rendered, and \$61.16 for reimbursement of actual expenses for a total of \$16,382.16 and grant such other and further relief as this Court may deem just and proper.

GIULIANO MILLER AND COMPANY, LLC

By: /s/ Donna M. Miller
Donna M. Miller, CPA

Dated: December 19, 2024

Tax Accountants for David W. Carickhoff, Chapter 7
Trustee for the estates of Tropical Aquaculture Products,
Inc.